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March 15, 2006

Honorable Vernon A. Williams
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423-0001

216013



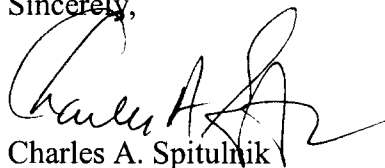
Re: *San Pedro Railroad Operating Company, LLC – Abandonment
Exemption – In Cochise County, AZ; STB Docket No. AB-1081X*

Dear Sir:

I am enclosing an original and ten (10) copies of the Motion of Sonora-Arizona International LLC for Leave to File Request to Set Terms and Conditions in the above referenced proceeding. An extra copy is enclosed for date stamp and return to our messenger. Please note that a 3.5 inch diskette is enclosed with this document.

Thank you for your assistance.

Sincerely,


Charles A. Spitulnik

Enclosure

ND: 4845-4355-2256, Ver 1

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**BEFORE THE
SURFACE TRANSPORTATION BOARD**



**Docket No. AB-1081X
SAN PEDRO RAILROAD OPERATING COMPANY, LLC-
ABANDONMENT EXEMPTION-IN COCHISE COUNTY, AZ**

**MOTION OF SONORA-ARIZONA INTERNATIONAL LLC FOR LEAVE TO FILE
REQUEST TO SET TERMS AND CONDITIONS**

Sonora-Arizona International LLC ("SAI"), hereby moves the Surface Transportation Board (the "Board") for leave to file a Request to set terms and conditions ("SAI Request") in the above referenced proceeding, with the time for filing having otherwise expired. In anticipation of a favorable ruling on this Motion, the SAI is tendering the SAI Request for in this matter along with this Motion.

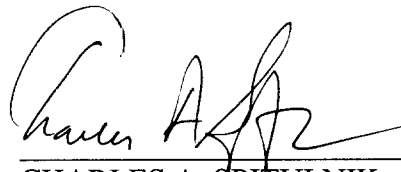
In support of this Motion, SAI states the following:

1. In the decision served in this proceeding on February 17, 2006, ("*February 17 Decision*") the Board ordered, among other things, that March 15, 2006 was the deadline for either party to request the Board to establish the terms and conditions relating to the offer of financial assistance ("OFA") process in the instant action.
2. Good cause exists for granting this motion. On March 15, 2006 SAI filed a petition ("SAI Petition") seeking clarification of the property subject to the OFA and to extend the period within which the parties could reach an agreement as to the terms and conditions for the purchase of the line.
3. By decision dated March 16, 2006 the Board ("*March 16 Decision*") denied the SAI Petition and stated that if SAI wished to file a request to establish the terms and conditions it

must do so on or before March 17, 2006. The Board also directed SAI to file a "request that the Board accept and consider" the request to establish the terms and conditions. *March 16 Decision* at p. 1. This pleading serves as that request.

4. Granting this Motion will not prejudice any party to this proceeding, as the Request to Set Terms and Conditions is being filed only two (2) days after the original filing deadline.

WHEREFORE, the Sonora-Arizona International LLC respectfully requests that this Board grant its motion for leave to file request to set terms and conditions even though the time for filing has otherwise expired.



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March 17, 2006

Counsel for SONORA-ARIZONA
INTERNATIONAL LLC

CERTIFICATE OF SERVICE

I hereby certify that I have this 17th day of March caused to be served a copy of the
MOTION OF SONORA-ARIZONA INTERNATIONAL LLC FOR LEAVE TO FILE
REQUEST TO SET TERMS AND CONDITIONS to be served by first class mail (or by hand
delivery for those counsel in Washington, D.C.) upon the following:

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